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October 26, 2018

VIA FEDERAL EXPRESS and E-MAIL

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VIA FEDERAL EXPRESS

United States Trustee
Office of the United States Trustee
U.S. Federal Office Building
201 Varick Street, Room 1006
New York, NY 10014
(212) 510-0500

VIA FEDERAL EXPRESS

Sears Holdings Management Corporation
Sears Roebuck and Co.
K Mart Corporation
3333 Beverly Road
Hoffman Estates, IL 60179
Attention: General Counsel

Re: *In re: Sears Holding Corporation, et al.*, Case No. 18-23538 (RDD)
Demand for Reclamation by East Penn Manufacturing Co.

Dear Sirs and Mesdames:

We represent East Penn Manufacturing Co. ("East Penn").

Without waiving, modifying or amending any other legal, equitable or contractual rights against Sears, Roebuck and Co., Sears Brands Management Corporation, Kmart Corporation (collectively, "Sears" or the Debtors), East Penn submits this demand for return of certain goods delivered to Sears within the preceding forty-five (45) days (the "Period"), including but not limited to those goods referenced on the spreadsheet enclosed herewith (the "Goods") or, in the alternative, reclamation of the Goods from Sears pursuant to § 2-702 of the Uniform Commercial Code, as applicable, and § 546(c) of Title 11 of the United States Code (the "Bankruptcy Code"). At no time has Sears disputed the value or condition of any of the Goods or Sears' obligation to pay for the Goods. East Penn's reclamation claim for the Period is \$2,229,746.67.

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A PROFESSIONAL CORPORATION

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Please call the undersigned to arrange for the immediate return of the Goods. In the interim, please protect and segregate the Goods and provide us with written acknowledgment of receipt of this reclamation demand and confirmation that the Goods are on your premises and will not be used for any purpose whatsoever except those specifically authorized following notice and a hearing by the bankruptcy court. Absent such authority or an agreement by East Penn, the Debtors do not have the permission, consent, authorization or right to use the Goods that are the subject of this reclamation demand and which Goods constitute the property of the East Penn. East Penn further demands that the Debtors complete an accounting of such Goods as of the date of this letter as soon as possible in order to permit East Penn to protect its rights under Uniform Commercial Code § 2-702(2), as enacted in the applicable states, and § 546(c) of the Bankruptcy Code.

This demand is made pursuant to the applicable provision of Uniform Commercial Code § 2-702(2), and § 546(c) of the Bankruptcy Code. East Penn claims all rights, remedies and benefits provided thereby. This letter shall neither constitute an election of remedies nor a waiver of any rights or remedies which East Penn may possess under any and all applicable laws. East Penn reserves the right to modify the scope of the reclamation demand, following further investigation and subject to applicable law, including, but not limited to, its right to an administrative expense for the value of all goods delivered to the Debtors within twenty (20) days prior to the date that the Debtors filed their bankruptcy petitions, pursuant to 11 U.S.C. § 503(b)(9).

Notices and other communications may be sent to my attention at the above address. Please contact me if you have any questions.

Sincerely,

STEVENS & LEE, P.C.

Robert Lapowsky

Enclosures

1040663 INDUSTRIAL BATTERY SUPPLY AGREEMENT

Total Due:

Sears Die Hard Supply Agreement balance Pg 4 of 22

InvDate	Type	Item #	PO	DueDate	BalanceDue
9/4/2018	IN	7047632	527136	9/20/2018	\$975.53
9/4/2018	IN	7047633	527137	9/20/2018	\$511.43
9/4/2018	IN	7047634	527138	9/20/2018	\$6,323.76
9/4/2018	IN	7047635	527139	9/20/2018	\$785.79
9/4/2018	IN	7045826	3L1SCXAD	10/19/2018	\$1,913.44
9/4/2018	IN	7046149	PO875345	9/20/2018	\$34.38
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9/5/2018	IN	7051632	08289239493	9/21/2018	\$1,333.18
9/5/2018	IN	7054455	478087	9/21/2018	\$684.66
9/5/2018	IN	7051598	5SEKOGWP	10/20/2018	\$1,554.67
9/5/2018	IN	7051599	3SL6G2VO	10/20/2018	\$360.76
9/5/2018	IN	7051600	55QCMNZL	10/20/2018	\$90.19
9/5/2018	IN	7051601	348IGUAY	10/20/2018	\$90.19
9/5/2018	IN	7051602	3T2E1XMR	10/20/2018	\$180.38
9/5/2018	IN	7051603	7S9FF1ZX	10/20/2018	\$450.95
9/5/2018	IN	7051604	8PECC2CS	10/20/2018	\$90.19
9/5/2018	IN	7051605	7ETVLE9T	10/20/2018	\$631.33
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9/5/2018	IN	7051607	1FZUHM6L	10/20/2018	\$270.57
9/5/2018	IN	7051608	1M6OKINK	10/20/2018	\$90.19
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9/10/2018	IN	7065819	527163	9/26/2018	\$1,331.79
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9/10/2018	IN	7065821	527165	9/26/2018	\$737.89
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9/11/2018	IN	7070252	08289240742	9/27/2018	\$2,607.71
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9/11/2018	IN	7073379	478102	9/27/2018	\$1,094.87
9/11/2018	IN	7070234	2F3VNKXD	10/26/2018	\$631.33
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9/12/2018	IN	7074839	426708	9/28/2018	\$1,624.90
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